

THE COMPANIES ACTS 1985 AND 1989

Company limited by shares

Registered No: 2685504

Name of Company: EPOCHAGE LIMITED




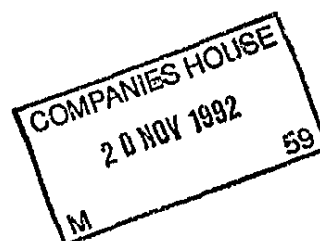
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Resolution passed by the sole member of the Company named above  
at an Extraordinary General Meeting duly convened and held on the  
13th day of November 1992.

SPECIAL RESOLUTION

That the name of the company be changed to INSPEC FINANCE  
LIMITED.

  
\_\_\_\_\_  
Director



**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 2685504

I hereby certify that

**EPOCHAGE LIMITED**

having by special resolution changed its name,  
is now incorporated under the name of

**INSPEC FINANCE LIMITED**

Given under my hand at the Companies Registration Office,  
Cardiff the 26 NOVEMBER 1992

A handwritten signature in dark ink, appearing to read 'V. T. K. ... 1992'.

an authorised officer